

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

)	
In re:)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>)	Case No. 01-1139 (JKF)
)	
Debtors.)	Objection Deadline: December 24, 2007 at 4:00p.m.
)	Hearing: Schedule if Necessary (Negative Notice)

**COVER SHEET TO TWENTY-FIRST MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
OCTOBER 1, 2007 THROUGH OCTOBER 30, 2007**

Name of Applicant:	Orrick, Herrington & Sutcliffe LLP (“Orrick”)
Authorized to Provide Professional Services to:	David T. Austern, Future Claimants’ Representative (the “FCR”)
Date of Retention:	As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006
Period for which compensation is sought:	October 1, 2007 through October 30, 2007
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$ 976,730.25
80% of fees to be paid:	\$ 781,384.20 ¹
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$ 84,140.33
Total Fees @ 80% and 100% Expenses:	\$ 865,524.53
This is an: _____ interim <u> X </u> monthly _____ final application.	

I Pursuant to the Administrative Order, as amended, entered April 17, 2002, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 12.60 hours and the corresponding fees are \$3,392.50 and \$87.46 in expenses for Orrick's fee applications and 23.20 hours and \$4,042.50 in fees and \$67.38 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Twenty-First interim fee application for the period October 1-31, 2007. Orrick has previously filed the following interim fee applications with the Court:

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 80% & 100% Expenses</u>
First Interim Period February 6-28, 2006	\$89,026.00	\$71,220.80	\$0.00	\$71,220.80
Second Interim Period March 1-31, 2006	\$117,266.25	\$93,813.00	\$7,501.32	\$101,314.32
Third Interim Period April 1-30, 2006	\$125,362.50	\$100,290.00	\$1,783.43	\$102,073.43
Fourth Interim Period May 1-31, 2006	\$136,416.00	\$109,132.80	\$6,389.80	\$115,522.60
Fifth Interim Period June 1-30, 2006	\$194,266.75	\$155,413.40	\$6,395.69	\$161,809.09
Sixth Interim Period July 1-31, 2006	\$181,982.00	\$145,585.60	\$11,934.45	\$157,520.05
Seventh Interim Period August 1-31, 2006	\$152,041.50	\$121,633.20	\$5,711.17	\$127,344.37
Eighth Interim Period Sept. 1-30, 2006	\$223,996.25	\$179,197.00	\$8,006.50	\$187,203.05
Ninth Interim Period October 1-31, 2006	\$225,845.00	\$180,676.00	\$24,528.57	\$205,204.57
Tenth Interim Period November 1-30, 2006	\$387,429.00	\$309,943.20	\$31,267.21	\$341,210.41
Eleventh Interim Period December 1-31, 2006	\$227,796.00	\$182,236.80	\$42,583.17	\$224,819.97
Twelfth Interim Period January 1-31, 2007	\$379,956.25	\$303,965.00	\$14,046.26	\$318,011.26
Thirteenth Interim Period February 1-28, 2007	\$384,551.00	\$307,640.80	\$17,183.12	\$324,823.92
Fourteenth Interim Period March 1-31, 2007	\$347,570.75	\$278,056.60	\$26,494.40	\$304,551.00
Fifteenth Interim Period April 1-30, 2007	\$319,286.00	\$255,428.80	\$50,662.51	\$306,091.31
Sixteenth Interim Period May 1-31, 2007	\$322,920.00	\$258,336.00	\$74,644.21	\$332,980.21
Seventeenth Interim Period June 1-30, 2007	\$379,834.50	\$303,867.60	\$42,991.68	\$346,859.28
Eighteenth Interim Period July 1-31, 2007	\$261,753.75	\$209,403.00	\$51,368.01	\$260,771.01
Nineteenth Interim Period August 1-31, 2007	\$428,316.00	\$342,652.80	\$62,111.63	\$404,764.43
Twentieth Interim Period September 1-30, 2007	\$628,858.50	\$503,086.80	\$393,007.08	\$896,093.88

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$17,805.20 representing 20% of fees for February 2006
- \$23,453.25 representing 20% of fees for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$161,809.09 representing 80% of fees and 100% of most expenses for June 2006
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006
- \$127,344.37 representing 80% of fees and 100% of expenses for August 2006
- \$187,203.05 representing 80% of fees and 100% of expenses for September 2006
- \$91,209.05 representing 20% of fees for April, May and June 2006
- \$205,204.57 representing 80% of fees and 100% of expenses for October 2006
- \$566,030.38 representing 80% of fees and 100% of expenses for November and December 2006
- \$111,603.95 representing 20% of fees for July, August and September 2006

- \$642,835.18 representing 80% of fees and 100% of expenses for January and February 2007
- \$156,363.99 representing 20% of fees for October, November, and December 2006
- \$133,371.35 representing 80% of fees and 100% of expenses for March and April 2007
- \$940,610.50 representing 80% of fees and 100% of expenses for May, June and July 2007
- \$206,968.66 representing 20% of fees for January, February and March 2007
- \$404,764.43 representing 80% of fees and 100% of expenses for August 2007

COMPENSATION SUMMARY
OCTOBER 1-31, 2007

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
John Ansbro	Partner, 3 years in position; 12 years relevant experience; 1995, Litigation	\$625	226.30	\$136,187.50 ²
Roger Frankel	Partner, 24 years in position; 36 years relevant experience; 1971, Bankruptcy	\$770	130.20	\$99,022.00 ³
Jonathan P. Guy	Partner, 7 years in position; 14 years relevant experience; 1993, Bankruptcy	\$650	10.50	\$6,825.00
Barbara M. Lange	Partner, 5 years in position 13 years relevant experience 1994, Corporate and Securities	\$575	10.10	\$5,807.50
Robert F. Lawrence	Partner, 10 years in position; 24 years relevant experience 1983, Environmental Law	\$650	5.50	\$3,575.00
Raymond G. Mullady, Jr.	Partner, 14 years in position; 24 years relevant experience; 1983, Litigation	\$695	180.10	\$123,362.50 ⁴
Garret G. Rasmussen	Partner, 25 years in position; 33 years relevant experience; 1974, Litigation	\$700	60.00	\$42,000.000
Clayton S. Reynolds	Partner, 20 years in position; 28 years relevant experience; 1979, Tax	\$700	11.80	\$8,260.00
Christopher Vejnaska	Partner, 20 years in position 27 years relevant experience 1980, Litigation	\$655	2.40	\$1,572.00

2 This amount reflects a reduction of \$5,250.00 representing a 50% discount of hourly rates for non-working travel.

3 This amount reflects a reduction of \$1,232.00 representing a 50% discount of hourly rates for non-working travel.

4 This amount reflects a reduction of \$1,807.00 representing a 50% discount of hourly rates for non-working travel.

Name of Professional Person	Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Fees
Richard H. Wyron	Partner, 18 years in position; 28 years relevant experience; 1979, Bankruptcy	\$700	89.30	\$60,585.00 ⁵
Mary A. Wallace	Of Counsel, 5 years in position; 17 years relevant experience; 1989, Corporate	\$550	99.70	\$54,835.00
Christopher A. Britt	Law clerk, 2 month in position; 2 month relevant experience; bar admission pending, Litigation	\$265.17 ⁶	18.10	\$4,799.50
Stephanie M. Cowles	Law clerk, 2 month in position; 2 month relevant experience; bar admission pending, Litigation	\$270	12.80	\$3,456.00
Joshua M. Cutler	Associate, 4 years in position; 4 years relevant experience; 2003, Litigation	\$465	49.90	\$23,203.50
Debra L. Felder	Associate, 5 years in position; 5 years relevant experience; 2002, Bankruptcy	\$490	145.90	\$69,531.00 ⁷
Alexandra G. Freidberg	Law Clerk, 1 month in position; 1 month relevant experience; bar admission pending, Real Estate and Environmental	\$270	17.70	\$4,779.00
Nicole M. Jones	Associate, 1 year in position; 1 year relevant experience; 2006, Litigation	\$355	27.60	\$9,798.00
Antony P. Kim	Associate, 4 years in position; 4 years relevant experience; 2003, Litigation	\$465	75.10	\$34,921.50
Daniel E. Knepper	Associate, 1 year in position 1 year relevant experience 2006, Real Estate and Global Finance	\$270	2.10	\$567.00
Stephen C. Lessard	Law clerk, 2 month in position; 2 month relevant experience; NY bar admission pending, Tax	\$270	22.80	\$6,156.00
Katherine E. Maco	Law clerk, 2 month in position; 2 month relevant experience; NY bar admission pending, Litigation	\$270	62.30	\$16,821.00
Christopher O'Connell	Associate, 2 years in position; 3 years relevant experience; 2003, Litigation	\$430	64.70	\$27,821.00

⁵ This amount reflects a reduction of 1,925.00 representing a 50% discount of hourly rates for non-working travel.

⁶ The billing rate was increased from \$235 to \$270 as of October 5, 2007. The billing rate of \$265.17 is reflective of billed time before and after the increase.

⁷ This amount reflects a reduction of \$1,960.00 representing a 50% discount of hourly rates for non-working travel.

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
John C. Pitts	Law clerk, 2 month in position; 2 month relevant experience; bar admission pending, Litigation	\$254.88 ⁸	16.90	\$4,307.50
Courtney M. Rogers	Associate, 1 year in position; 1 year relevant experience; 2006, Bankruptcy	\$355	10.10	\$3,585.50
Emily S. Somers	Associate, 1 year in position; 1 year relevant experience; 2006, Litigation	\$355	140.50	\$49,611.25 ⁹
Katherine S. Thomas	Associate, 3 years in position; 3 years relevant experience; 2004, Bankruptcy	\$430	75.10	\$32,293.00
Annie L. Weiss	Associate, 3 years in position; 3 years relevant experience; 2004, Litigation	\$430	136.80	\$58,824.00
Catharine L. Zurbrugg	Associate, 2 years in position; 2 years relevant experience; 2005, Litigation	\$390	129.30	\$50,427.00
Wilson Addo	Research Specialist	\$205	1.20	\$246.00
Rachael M. Barainca	Legal Assistant	\$150	79.50	\$11,925.00
James Cangialosi	Legal Assistant	\$235	64.50	\$15,157.50
Debra O. Fullem	Bankruptcy Research Specialist	\$225	9.50	\$2,137.50
Saira Hosein	Legal Assistant	\$205	2.00	\$410.00
Timothy J. Hoyer	Practice Support Project Coordinator	\$195	6.90	\$1,345.50
Risa L. Mulligan	Research Coordinator	\$170	6.10	\$1,037.00
Logan West	Legal Assistant	\$85	18.10	\$1,538.50
Total			2,021.40	\$976,730.25
Blended Rate: \$483.19				

COMPENSATION BY PROJECT CATEGORY
OCTOBER 1-31, 2007

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	9.70	\$1,477.50
Due Diligence	50.70	\$26,866.00
Litigation	1,585.70	\$751,616.50
Plan & Disclosure Statement	286.90	\$174,772.50
Compensation of Professionals-Other	14.10	\$2,257.50
Compensation of Professionals-Orrick	34.80	\$7,300.00
Non-Working Travel	40.20	\$12,440.25
TOTAL	2,021.40	\$976,730.25

⁸ The billing rate was increased from \$235 to \$270 as of October 5, 2007. The billing rate of \$254.88 is reflective of billed time before and after the increase.

⁹ This amount reflects a reduction of \$266.25 representing a 50% discount of hourly rates for non-working travel.

EXPENSE SUMMARY
OCTOBER 1-31, 2007

<u>Expense Category</u>	<u>Total</u>
Capital District	\$200.75
Duplicating	\$12,104.05
Evans Reporting Service	\$918.75
Experts	\$38,614.50
Jane Rose Reporting Inc.	\$2,000.07
Meals	\$1,267.74
Mileage	\$16.98
New York Law Institute	\$61.50
Pacer	\$274.08
Parking	\$25.50
Postage/Express Delivery	\$2,265.88
Publications re Testifying Experts	\$30.00
Secretarial Overtime	\$98.21
Telephone	\$32.85
Travel – Air Fare/Train	\$7,421.54
Travel – Taxi	\$1,068.53
West Payment Center	\$354.66
Westlaw and Lexis Research	\$13,770.64
Williams Lee	\$3,614.10
TOTAL	\$84,140.33

Orrick's Client Charges and Disbursements Policy effective January 1, 2007, is as follows:


- a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.
- b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.75 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.
- c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

By: 

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Co-Counsel to David T. Austern, Future Claimants
Representative

Dated: December ³____, 2007